

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW HAMPSHIRE

In re:	)	
	)	Chapter 11
WHISPERING PINES ESTATE, INC. d/b/a	)	Jointly Administered through
THE PINES AT EDGEWOOD CENTRE	)	Case No. 05-56003-MWV
	)	
Debtor	)	
	)	
In re:	)	Case No. 05-56004-MWV
AMI-BURLINGTON, INC. d/b/a	)	
THE ANCHORAGE INN	)	
	)	
Debtor	)	

**STATEMENT OF ISSUES ON APPEAL**

NOW COMES the Debtor and Appellant herein, Whispering Pines Estates, Inc., through counsel, pursuant to Bankruptcy Rule 8006, and designates the following issues for consideration on appeal:

1. Did the Bankruptcy Court err in confirming the liquidating Chapter 11 Plan filed by Flash Island, Inc. Docket Entry #144, as amended by the Flash Island First Amended Plan of Reorganization dated May 23, 2006, Docket Entry #188 (the Flash Plan), over the objections of both the Debtor and the Internal Revenue Service, when that Plan contained an impermissible “carve out” for the benefit of unsecured creditors, in violation of 11 U.S.C. § 1129(a)(9)(C)?
2. Did the Bankruptcy Court err in confirming the Flash Plan over the objections of the Debtor and the Internal Revenue Service, when said Plan contained an impermissible “carevout” for the benefit of unsecured creditors in violation of the absolute priority rule embodied in 11 U.S.C. § 1129(b) and applicable case law?
3. Did the Bankruptcy Court err in confirming the Flash Plan over the Debtor’s objection, when said Plan contained broad releases of the Plan proponent, the Trustee

and their agents, which releases were not affected by the deletion of the releases contained in Section 8.3 of the Flash Plan, in violation of 11 U.S.C. § 1129(a)(3) and applicable case law?

Respectfully submitted,

WHISPERING PINES ESTATE INC. d/b/a  
THE PINES AT EDGEWOOD CENTRE

AMI-BURLINGTON, INC. d/b/a  
THE ANCHORAGE INN

By their Attorneys,

BERNSTEIN, SHUR, SAWYER & NELSON, P.A.

Date: November 6, 2006

By: /s/ Jennifer Rood  
Jennifer Rood BNH 01395  
Bernstein Shur  
670 N. Commercial Street, Suite 108  
P.O. Box 1120  
Manchester, NH 03105-1120  
[jrood@bssn.com](mailto:jrood@bssn.com)

**CERTIFICATE OF SERVICE**

**VIA “ECF MAIL”**

- R. Carl Anderson rcanderson@sullo way.com, lrunde@sullo way.com
- Keith J. Cunningham kcunningham@pier ceatwood.com,  
mdownes@pier ceatwood.com;jmanheimer@pier ceatwood.com;cmowbray@pier ceatwo  
d.com;mpottle@pier ceatwood.com;ledelman@pier ceatwood.com;mcameron@pier ceatw  
ood.com
- Victor W. Dahar vdahar@epitrustee.com, vdahar@ecf.epiqsystems.com
- Heather Deans Foley hdfoley@venable.com
- Louise R. Forbes Louise.R.Forbes@irscounsel.treas.gov,  
Bankruptcy.Boston@irscounsel.treas.gov
- William S. Gannon bgannon@gannonlawfirm.com,  
jarquette@gannonlawfirm.com;mjoyce@gannonlawfirm.com
- Bruce A. Harwood nhbankruptcycourt@sheehan.com,  
bharwood@sheehan.com,aschultz@sheehan.com,bvenuti@sheehan.com
- Geraldine Karonis USTPRegion01.MR.ECF@usdoj.gov,  
Geraldine.L.Karonis@usdoj.gov
- Office of the U.S. Trustee USTPRegion01.MR.ECF@usdoj.gov
- Jennifer Rood jrood@bernsteinshur.com, arossi@bernsteinshur.com

Date: November 6, 2006

/s/ Jennifer Rood  
Jennifer Rood